

1265878 - R8 SDMS



REBECCA McDOWELL COOK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY MO 65101

MO 231-0069 (12-98)

These Articles of Agreement, made and entered into, this 28th day of March A.D. 1891 by and between the parties whose signatures are hereto attached, Witnesseth: That the said parties have, this day associated themselves together under and pursuant to the laws of the State of Missouri, providing for the formation of Manufacturing and Business Companies, under the corporate name, in the manner, upon the terms and conditions and for the purposes hereinafter set forth. And in order to govern with themselves, their associates, successors and assigns, all the rights, privileges, immunities and franchises conferred upon such bodies corporate, by the laws of said State and in compliance with the provisions of Chapter 42 of the Revised Statutes of 1889 of said State and particularly in compliance with sections 2538 of Article I of said Chapter 42 the said parties do, hereby, declare and enact, as follows:

1st. That the corporate name of said Association shall be the "St. Louis Smelting & Refining Company."

2nd. That said Corporation shall be located at the City of St. Louis, State of Missouri.

3rd. That the amount of the Capital Stock of said Corporation shall be Two Million Dollars, divided into Twenty Thousand Shares, of the par value of \$100. each; that all of said stock has been, bona fide, subscribed and all thereof actually paid up, in lawful money of the United States, and is in the custody of the persons hereinafter named as the first Board of Directors.

4th. That the names and places of residence of the several shareholders, and the number of

State execution for the conduct of said business, to operate, conduct and carry on all such mills, furnaces, work shops & stores for supplying workmen and others as may be convenient or useful, in connection with the conduct of the business aforesaid, and generally to establish and carry on whatever other business may be convenient, proper or necessary to be done, incidental to and in connection with and for the successful operation of the business aforesaid. That forgoing business it is intended, shall be carried on in the State of Missouri and in such other States and Territories, and in such foreign countries as the business of said operation may, from time to time require. The undersigned constitute the majority in interest of all the stockholders of the St. Louis Smelting and Refining Company, a corporation whose charter is about to expire by limitation of time, and have adopted the name of said expiring Corporation, pursuant to the desire and direction of all its stockholders, expressed in resolutions, to that effect, unanimously adopted at a meeting of such stockholders duly called and held for the purpose on the 25th day of March 1891. In Testimony Whereof, we have hereunto set our hands and seals the day and year first above written.

William C. Thompson (seal) Justice Jough (seal)
Albert P. Schmitt (seal) H. P. Thompson (seal)
J. H. Lecher Jr. (seal) Lucius A. Cole (seal)

State of New York } In this 28th day of March
County of New York } 1891. before me personally
appeared H. P. Thompson, known to

be one of the persons described in and who executed the foregoing instrument and acknowledged that he executed the same as his free act and deed. In Testimony Whereof, I have hereunto set my hand and affixed my Notarial seal at New York, Kings County N.Y. in the County and State aforesaid, the day and year first above written. My term as such Notary will expire on the 30th day of March 1893.

William Molloy Notary Public for the County of Kings and State of New York aforesaid. Certificate filed in the Public County of Missouri.

City of St. Louis. } On this Thirtieth day of March 1891 before me personally appeared William H. Thompson, Albert F. Schneider, Justice Jurgels, Lucius H. Keller and George H. Loken Jr. known to me to be five of the persons described in and who executed the foregoing instrument, and acknowledged that they executed the same as their free act and deed.

In Testimony Whereof, I have hereunto set my hand and affixed my Notarial seal at St. Louis aforesaid on the day and year first above written. My term as Notary Public will expire on the 4th day of August 1894.

J. T. Weston Notary Public

City of St. Louis, Missouri

Filed & Recorded Mar 30th 1891 3:55 P.M. Thos. A. Kells, Recorder.

State of Missouri

City of St. Louis. } I, the undersigned Recorder of Records for said City and State do hereby certify the foregoing to be a true copy of the

of the Articles of Incorporation of the "St. Louis
Smelting and Refining Company" together
with the acknowledgments and date of filing
and recording thereof as the same remains of rec-
ord in my office in Incorporation Records No.
9 Page 235. In Witness Whereof, I have
hereunto set my hand and offi-
cial seal this 30th day of
March 1891.

Wm A. Hobbs
Recorder

a

A

5543.

Successors to #222.

Articles of Association
of the
St. Louis Smelting and
Refining Company.

Cap. \$2,000,000.
St. Louis.

✓
18
/

A

Filed and Certificate of
Incorporation issued

MAR 31 1891

A. A. Leueur
SECRETARY OF STATE.

Office of Recorder of Deeds



City of St. Louis, Mo.

Chas. F. Fey,
Recorder.

Be It Known, That on the 31st day of December, 1917, a meeting of the stockholders of the St. Louis Smelting & Refining Company, a corporation under the laws of Missouri, was held at the City of St. Louis, State of Missouri, for the purpose of decreasing the capital stock of the said Company, notice as to the time of holding such meeting being waived by the unanimous consent of all the stockholders.

That said meeting was organized by choosing George O. Carpenter, a director of said Company, Chairman, and James A. Caselton Secretary thereof.

That at said meeting there were present in person or by proxy, all the stockholders holding the full value of all the shares of stock in said Company.

That a proposition was then and there submitted to decrease the capital stock of the Company from \$2,000,000 to \$500,000.

And upon canvassing the vote thereon it appeared that all the stock of said Company had been voted in favor of such decrease.

The amount of the capital stock of said Company paid up is \$2,000,000; the amount of the assets of said Company is \$1,245,895.03 the amount of its liabilities is \$667,104.56 the amount to which the capital stock of said Company is decreased is \$500,000 divided into 20,000 shares of the par value of \$25.00 per share.

St. Louis Smelting
& Refining Co.
St. Louis Mo.

George O. Carpenter,
J. A. Caselton
Chairman.
Secretary.

George O. Carpenter, Chairman, being
duly sworn, states that the matters and
things set forth in the foregoing statement are true.

George O. Carpenter.
Chairman.

Subscribed and sworn to before me this 31st day
of December, 1917.

Robert E. Moloney
Notary Public
City of St. Louis Missouri

My term expires May 19, 1921.
Robt. E. Moloney.
Notary Public.

State of Missouri } ss.

City of St. Louis } On this 31st day of December,
1917, before me personally appeared George
O. Carpenter, to me known to be the person
described in and who executed the foregoing
instrument and acknowledged that he executed
the same as his free act and deed.

In Testimony Whereof, I have hereunto
set my hand and affixed my notarial seal,
the day and year last above written.

Robert E. Moloney
Notary Public
City of St. Louis Missouri

My term expires May 19, 1921
Robt. E. Moloney.

Notary Public, City of St. Louis Mo.
Filed & Recorded Jan. 25th 1918 @ 3:45 P.M. - Chas. J. Joy, Recorder.

STATE OF MISSOURI, } ss.
CITY OF ST. LOUIS.

I, the undersigned Recorder of Deeds for said City and
State do hereby certify, the foregoing to be a true copy of
statement of ~~Decrease of~~ capital stock of the
~~St. Louis Smelting & Refining Co.~~
together with the affidavit and acknowledgment and date of
filing and recording thereof, as the same remains of record in
my office in Corporation Book 12 Page 17.

WITNESS my hand and official seal this

25th day of Jan, A.D. 1918.

Chas. J. Joy Recorder

Office of Recorder of Deeds



City of St. Louis, Mo.

Chas. F. Joy.
Recorder.

Supplemental Certificate.

Be It Known that heretofore, on the 31st day of December, 1917, at a meeting of the stockholders of the St. Louis Smelting & Refining Company, a Corporation under the laws of the State of Missouri, held at the City of St. Louis, Missouri for the purpose of decreasing the capital stock of said Company notice as to the time of holding such meeting being waived by the unanimous consent of all the stockholders, the capital stock of the Company was reduced from \$2,000,000.00 to \$500,000.00 as shown by certain certificate made by the Chairman of said meeting and filed for record in the office of the Recorder of Deeds of the City of St. Louis, Missouri on the 25th day of January, 1918 in Corporation Book 62, at page 14.

Be It Further Known that since said certificate was made by the Chairman of said meeting the amount of assets of said Company has been reduced to \$987,440.59 and the amount of its liabilities have been reduced to \$416,287.66.

St. Louis Smelting Refining Company
By James A. Casselton
2nd Vice President & Secretary

State of Missouri, City of St. Louis.

James A. Caselton, being duly sworn,
upon his oath, states that he is 2nd
Vice President & Secretary of the St. Louis
Smelting & Refining Company, and that
the matters and things set forth in the
foregoing statement are true.

James A. Caselton.
Subscribed and sworn to before me this
20 day of April 1918.

Hazel M. Carter
Notary Public
City of St. Louis Mo.

My term expires Nov. 1st 1920.

Hazel M. Carter.

Notary Public, City of St. Louis Mo.

Filed & Recorded. Apr. 22nd 1918 at 3:24 P.M. Chas. G. Joy Recorder.

STATE OF MISSOURI, ss.
CITY OF ST. LOUIS.

M
I, the undersigned Recorder of Deeds for said City and
State do hereby certify the foregoing to be a true copy of
statement of ~~Decreases~~ of capital stock of the

~~St. Louis Smelting & Refining Company.~~
together with the affidavits and acknowledgments and facts of
filing and recording thereof, as the same remains of record in
my office in Corporation Book 58 Page 494.

WITNESS my hand and official seal this

22nd day of April A.D., 1918

Chas. G. Joy Recorder.

B

5543
St Louis
Smelting
& Refining
Company
decrease of
capital stock
from
2,000,000
to
500,000

EV

B

FILED and CERTIFICATE
RECEIVED

APR 2 1918

[Signature]

STATE OF MISSOURI
CERTIFICATE OF AMENDMENT



To All to Whom These Presents Shall Come:

I, DWIGHT H. BROWN, Secretary of State of the State of Missouri, and Keeper of the Great Seal thereof, do hereby certify that.....

.....ST. LOUIS SMELTING AND REFINING COMPANY,.....
a corporation organized under the Laws of Missouri, has filed in the Office of the Secretary of State its affidavit of Extending Corporate Existence.....

.....To PERPETUAL.....

as provided by Law, and has in all respects complied with the requirements of law governing the
.....amendment.....
of corporations organized under Article 7 of Chapter 32 of the Revised Statutes of 1929 and amendments thereto.

IN WITNESS WHEREOF, I hereunto set my hand and affix the Great Seal of the State of Missouri. Done at the City of

(SEAL)

Jefferson, this 29th day of January, A. D. 1941

Dwight H. Brown
Secretary of State.
J. R. Holman
Chief Clerk.

c

GEORGE T. PRIEST
THOMAS E. FRANCIS
ROBERT E. MOLONEY
SAMUEL P. MCCRESEY
C. S. COLLENDINE

WILBUR F. BOYLE

HENRY S. PRIEST

BOYLE AND PRIEST
SAINT LOUIS

January 28, 1941.

Hon. Dwight H. Brown,
Secretary of State,
Jefferson City, Mo.

Dear Sir:

St. Louis Smelting & Refining Company

We duly received and thank you for your letter of the 11th instant on the above subject.

We are now enclosing in duplicate executed certificate extending the corporate life of this Company in perpetuity, together with the Company's check, payable to the State Treasurer, for \$278.00, to cover the incorporation tax and fees of your office.

Kindly issue certificate of extension and forward the same to us, with one of the enclosed certificates, so that it may be duly recorded, and oblige,

Very truly yours,

BOYLE & PRIEST

By

[Signature]
ROBERT E. MOLONEY

REM.N

5543
OK incl
Extends Corp
Exist



Treasurer's Office State of Missouri

JAN 20 1941

City of Jefferson

Tax..... \$ 275.00
Certificate . \$ 3.00
Total . . . \$ 278.00

Received of Boyle & Priest

Two hundred seventy eight and no/ 100 Dollars

On account of Incorporation Tax on Capital Stock, and for services performed by Secretary of State, due from said Corporation.
STATE REVENUE FUND.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my seal of office, the day and year above.

Nº 10615

(Signed in Triplicates.)

Treasurer.

Chief Clerk.

HIGHLAND PRINTING CO. JEFFERSON CITY, MO. X17432

IN person or by proxy stockholders holding all of the issued and outstanding shares of the capital stock of said corporation.

That a proposition was submitted to said meeting to extend the corporate existence of said corporation for from fifty years to a perpetual term, and to that end, to amend Paragraph "Sixth" of the Articles of Association to read as follows:

"Sixth: This corporation shall continue for a perpetual term."

Upon counting the votes on the proposition submitted it appeared that the entire issued and outstanding capital stock of the corporation had been voted in favor of said proposed extension and amendment.

IN WITNESS WHEREOF, the president and secretary of said meeting and all of the stockholders of said St. Louis Smelting & Refining Company have signed this certificate, in duplicate, this 20th day of January, 1941.

Attest:

Charles A. Harrison
Secretary of the meeting

Isaac McCallum
President of the meeting.

All of the Stockholders.

NAME

Isaac McCallum
Isaac McCallum
Isaac McCallum

No. of Shares

1

1

1

BE IT KNOWN, that on this 15th day of January, 1941,
a meeting of the stockholders of the St. Louis Smelting &
Refining Company, a corporation organized under the laws of
Missouri, was held at the office of the Company, in the City of
St. Louis, Missouri, for the purpose of extending the corporate
existence of said corporation, notice of such meeting having
been waived by the unanimous consent of all the stockholders.

That at said meeting Jean McCallum, a director of said
corporation was chosen president of the meeting, and Charles A.
Grisham was chosen Secretary of the meeting.

That at said meeting there were present in person or by
proxy stockholders holding all of the issued and outstanding
shares of the capital stock of said corporation.

That a proposition was submitted to said meeting to
extend the corporate existence of said corporation for from
fifty years to a perpetual term, and to that end, to amend
Paragraph "Sixth" of the Articles of Association to read as follows:

"Sixth: This corporation shall continue for a
perpetual term."

Upon counting the votes on the proposition submitted
it appeared that the entire issued and outstanding capital
stock of the corporation had been voted in favor of said pro-
posed extension and amendment.

IN WITNESS WHEREOF, the president and secretary of said
meeting and all of the stockholders of said St. Louis Smelting &
Refining Company have signed this certificate, in duplicate,
this 20th day of January, 1941.

Attest:

Charles A. Grisham
Secretary of the meeting

Jean McCallum
President of the meeting.

All of the Stockholders.

NAME

No. of Shares

Robert P. McCallum
Donna L. McCallum
Jean McCallum

1
1
1

Charles A. Grisham
Howard H. Grisham
NATIONAL LEAD COMPANY,

By Walter McCallum
President.

Attest:

H. O. Bates
Secretary

19,995

Total

20,000 shares

STATE OF MISSOURI)
) SS
CITY OF ST. LOUIS)

On this 15th day of January, 1941, personally appeared Jean McCallum and Charles A. Grisham, to me known to be the persons described in and who executed the foregoing instrument and severally acknowledged to me that they executed the same as their free act and deed in the capacities above set forth.

My commission expires 9/23/41

Eileen M. Oppenbecher
Notary Public in and for the
City of St. Louis, Missouri.

STATE OF MISSOURI)
) SS
CITY OF ST. LOUIS)

Jean McCallum and Charles A. Grisham, being severally duly sworn, depose and say, each for himself, that he is one of the persons named in and that he subscribed his name to the foregoing statement; that he has read the same and knows the contents thereof and that the same is true.

Subscribed and sworn to before me this 15th day of January, 1941.

Jean McCallum
Charles A. Grisham
Eileen M. Oppenbecher
Notary Public in and for the
City of St. Louis, Missouri.

My commission expires Sept. 28, 1941

STATE OF NEW YORK
COUNTY OF NEW YORK

SS

Fletcher W. Rockwell and M. Douglas Cole, being severally duly sworn, depose and say, each for himself, that he is one of the persons named in and that he subscribed his name to the foregoing statement; that he has read the same and knows the contents thereof and that the same is true.

Fletcher W. Rockwell
M. Douglas Cole

Subscribed and sworn to before me this 16th day of January, 1941.

Frank A. Heif

Notary Public, Queens Co. No. 1745, Reg. No. 426
Cert. filed in N. Y. Co. No. 36, Reg. No. 2-R-25
Commission expires March 30, 1942

STATE OF NEW YORK)
COUNTY OF NEW YORK)

SS

Fletcher W. Rockwell, being duly sworn, deposes and says that he is President of National Lead Company, and that National Lead Company is one of the subscribers to the foregoing statement; that affiant, as such President of National Lead Company, has read the same and knows the contents thereof and that the same is true.

Fletcher W. Rockwell

Subscribed and sworn to before me this 16th day of January, 1941.

Frank A. Heif

Notary Public, Queens Co. No. 1745, Reg. No. 426
Cert. filed in N. Y. Co. No. 36, Reg. No. 2-R-25
Commission expires March 30, 1942

STATE OF KANSAS)
COUNTY OF CHEROKEE)

SS

Howard H. Utley, being duly sworn, deposes and says that he is one of the persons named in and that he subscribed his name to the foregoing statement; that he has read the same and knows the contents thereof and that the same is true.

Howard H. Utley

Subscribed and sworn to before me this 20th day of January, 1941.

My commission expires Mar. 26, 1942

R. L. Bane, Jr.
Notary Public

FILED and CERTIFICATE
ISSUED

JAN 29 1941

Dwight H. Brown
Secretary of State.

C

5-0-4 3

Extending Corporate
Existence
To Perpetual

FILED and CERTIFICATE
ISSUED

JAN 29 1941

Dwight H. Brown
Secretary of State

C

St. Louis Smelting & Refining Co.

TO BE FILED IN DUPLICATE.

Please read instructions on back of report before attempting to execute.

Certificate of Designation of Registered Office and Registered Agent by Foreign and Domestic Corporations

5543
State of Missouri
St. Louis City } ss.
County }

FILED

JAN 4 1943

Dwight H. Brown
Recorder of State

To SECRETARY OF STATE,
Jefferson City, Missouri.

The undersigned corporation, organized and existing under the laws of the State of Missouri

_____, for the purpose of designating a registered office and registered agent, as required by the provisions of "The General and Business Corporation Act of Missouri," represents that:

1. The name of the corporation is St. Louis Smelting & Refining Company

2. Its registered office is 722 Chestnut St. Louis Missouri
Number Street City State

3. The name of its registered agent is C. A. Grisham

whose address is the same as that of its registered office.

the following

4. Such designation was authorized by resolution duly adopted by the board of directors.

RESOLVED, that in compliance with the provisions of the new "General and Business Corporation Act of Missouri", effective November 22, 1943, this Company's office at 722 Chestnut Street, St. Louis, Missouri be and it hereby is designated as the Company's registered office in the state of Missouri, and that C. A. Grisham be and he hereby is appointed the registered agent of this Company in the State of Missouri.

IN WITNESS WHEREOF, the undersigned corporation has caused this report to be executed in its name by its

~~President or~~ Vice-President attested by its Secretary
or Assistant Secretary, this 30th day of December, A. D. 1943

(Corporate Seal)

By Jean M. Callum
Its President (or Vice-President)

Attest:

[Signature]
Its Secretary (or Assistant Secretary)

State of Missouri
City St. Louis } ss.
County of St. Louis

I, Eileen M. Offenbecher, a Notary Public, do hereby certify that
on the 30th day of December, A. D. 1943, personally appeared
before me Jean M. Callum who declares he is Vice President of the
corporation, executing the foregoing document, and being first duly sworn, acknowledged that he signed the foregoing
document in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

(Notarial Seal)

Eileen M. Offenbecher
Notary Public

Notary Public, State of Missouri, Sept. 22, 1944

CERTIFICATE OF DESIGNATION OF
REGISTERED OFFICE AND
REGISTERED AGENT
of

NOTICE

This certificate must be filed in duplicate.
The corporation cannot act as its own registered agent.

The registered office may be, but need not be, the same as the place of business of the corporation, but the registered office and the registered address of the agent must be the same.

Any subsequent change in the registered office or agent must be immediately reported to the Secretary of State on blanks furnished for that purpose.

**Certificate of Change of Registered Agent and Registered Office
by Foreign or Domestic Corporations**

STATE OF Missouri
City of St. Louis ~~County~~ ss.

FILED

JAN 2 1955

George C. Stahel

To SECRETARY OF STATE,
Jefferson City, Missouri.

The undersigned corporation, organized and existing under the laws of the State of Missouri
for the purpose of changing its registered agent or its registered office, or both, in Missouri as provided by the provisions
of "The General and Business Corporation Act of Missouri," represents that:

1. The name of the corporation is ST. LOUIS SMELTING & REFINING COMPANY

2. The address, including street and number, if any, of its present registered office is

722 Chestnut Street, St. Louis, Missouri

3. Its registered office is hereby changed to 314 North Broadway, St. Louis, Missouri

(including street and number if any change in the registered office is to be made.)

4. The name of its former registered agent is C. A. Grahame

5. The name of the new registered agent is C. T. Corporation System

6. The address of its registered office and the address of the business office of its registered agent, as changed, will
be identical.

7. Such change was authorized by resolution duly adopted by the board of directors.

C T CORPORATION SYSTEM

C T
SYSTEM

ALBANY	ATLANTA	BAITMORE
BOSTON	BUFFALO	CHICAGO
CINCINNATI	LEVELAND	DALLAS
DETROIT	DOVER, DEL.	JERSEY CITY
NEW YORK	LOS ANGELES	MINNEAPOLIS
PORTLAND, ME.	PHILADELPHIA	PITTSBURGH
ST. LOUIS	SAN FRANCISCO	SEATTLE
WASHINGTON	WILMINGTON, DEL.	

RE: ST. LOUIS SMELTING & REFINING COMPANY

ST. LOUIS 2,
314 NORTH BROADWAY
CHESTNUT 1230

December 31, 1948

Mr. Randall Smart
Corporation Department
Office of Secretary of State
Jefferson City, Missouri

Dear Sir:

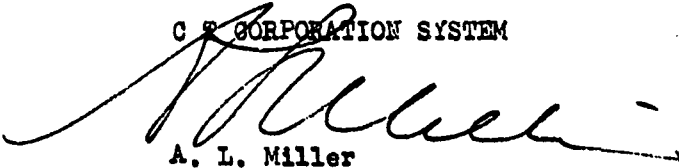
We have received from counsel, Alexander & Green, 120 Broadway, New York 5, N. Y., and enclose, in duplicate, Articles of Dissolution of the above named company for filing, together with our check in the amount of \$5.00 to cover filing fee. Will you please advise us by collect wire when filing has been made. Telegram is enclosed for your convenience.

Please send us duplicate copy of Articles of Dissolution for recording in St. Louis.

Thanking you for your courtesy, we are

Very truly yours,

C T CORPORATION SYSTEM


A. L. Miller
Secretary

ew

January 7, 1949

C T Corporation System
314 North Broadway
St. Louis 2, Missouri

RE: ST. LOUIS SMELTING & REFINING COMPANY
5543

Dear Sir:

We are in receipt of the Articles of Dissolution of the above named corporation and your check in the amount of \$5.00.

Before we can file said articles of dissolution, it will be necessary for the corporation to file the 1949 franchise tax report and pay the amount of tax due for same.

Please advise the undersigned when the above is filed in order that we may be able to expedite your dissolution as soon as possible.

Very truly yours,

EDGAR C. NELSON
Secretary of State

By
Nadine Rackers
Corporation Dept.



19 71

RE: ST. LOUIS SMELTING & REFINING COMPANY

March 11, 1949

**Mr. J. R. Towson, Secretary
State Tax Commission
Jefferson City, Missouri**

Dear Mr. Towson:

Under date of December 31, 1948 we forwarded Articles of Dissolution of the above named company to the Corporation Department in the Office of the Secretary of State and the Articles are being held pending the filing of 1949 Corporation Franchise Tax Return. We have just been informed by counsel for the company that the 1949 return has been forwarded to your office and if your records show that the return has been filed, will you kindly notify Miss Hackers in the Corporation Department so that the Articles of Dissolution can be filed.

Very truly yours,

C T CORPORATION SYSTEM

**A. L. Miller
Secretary**

alm:ev

**cc: Miss Madeline Hackers
Corporation Department
Office of Secretary of State
Jefferson City, Missouri**



STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE
JEFFERSON CITY

WALTER H. TOBERMAN
SECRETARY OF STATE

IN REPLY, PLEASE REFER TO
FILE NO.

CORPORATION DIVISION

March 14, 1949

C T Corporation System
314 North Broadway
St. Louis 2, Missouri

Attention: Mr. A. L. Miller, Secretary

RE: ST. LOUIS SMELTING & REFINING COMPANY
5543

Dear Sir:

We return herein duplicate copy of Articles of Dissolution which you will want for recordation in the county in which the above named organization is domiciled.

We will hold the original copy of Articles of Dissolution. The receipt covering the \$5.00 filing fee is enclosed.

Upon receipt of Articles of Liquidation executed in duplicate, our Certificate of Dissolution will be issued.

Very truly yours,

WALTER H. TOBERMAN
Secretary of State

By
Nadine Rackers
Corporation Dept.



STATE OF MISSOURI
Office of Secretary of State
JEFFERSON CITY

IN REPLY, PLEASE REFER TO
FILE NO.

EDGAR C. NELSON
SECRETARY OF STATE

January 4, 1949

DIVISION
CORPORATION AND SECURITIES

Honorable Robert W. Winn
State Treasurer
Jefferson City, Missouri

RE: ST. LOUIS SMELTING & REFINING COMPANY
5543

Dear Sir:

Will you kindly advise this office if the above
named corporation has paid its corporation franchise
tax for the year 1948 and all prior years.

Yours very truly,

Secretary of State

This is to certify that the records of the State
Treasurer's Office show the above named corporation has
paid its corporation franchise taxes for the year 1948
and all prior years.

P. A. Jordan
Franchise Tax Clerk

1948 Franchise tax OK (no tax)

C T CORPORATION SYSTEM

CTC
SYSTEM

ASSOCIATED WITH THE CORPORATION TRUST COMPANY

ALBANY	ATLANTA	BALTIMORE
BOSTON	BUFFALO	CHICAGO
CINCINNATI	CLEVELAND	DALLAS
DETROIT	DOVER, DEL.	HARTFORD
JERSEY CITY	LOS ANGELES	MINNEAPOLIS
NEW YORK	PHILADELPHIA	PITTSBURGH
PORTLAND, ME.	SAN FRANCISCO	SEATTLE
ST. LOUIS	WASHINGTON	WILMINGTON, DEL.

ST. LOUIS 2.

314 NORTH BROADWAY - CHESTNUT 1220

RE: ST. LOUIS SMELTING & REFINING COMPANY

March 30, 1949

Corporation Department
Office of Secretary of State
Jefferson City, Missouri

Attention: Miss Nadine Rackers

Dear Miss Rackers:

Referring to your letter of March 14, 1949, we have received from counsel, Alexander & Green, 120 Broadway, New York 5, N. Y. and enclose Articles of Liquidation of the above company in duplicate. Will you please file these with the records of the company and return the duplicate for recording, together with Certificate of Dissolution.

Thanking you for your courtesy, we are

Very truly yours,

C T CORPORATION SYSTEM

A. L. Miller
A. L. Miller
Secretary



STATE OF MISSOURI
OFFICE OF SECRETARY OF STATE
JEFFERSON CITY

WALTER H. TOBERMAN
SECRETARY OF STATE

IN REPLY, PLEASE REFER TO
FILE NO.

CORPORATION DIVISION

March 31, 1949

Mr. A. L. Miller, Secretary
C T Corporation System
314 North Broadway
St. Louis 2, Missouri

RE: ST. LOUIS SMELTING AND REFINING COMPANY
5543

Dear Sir:

Enclosed herewith find Certificate of Dissolution and duplicate copy of Articles of Liquidation and certified copy of Articles of Dissolution.

The duplicate copy of Articles of Liquidation and certified copy of the Certificate of Dissolution are to be recorded in the county in which the corporation is domiciled.

Very truly yours,

WALTER H. TOBERMAN
Secretary of State

By
Nadine Rackers
Corporation Dept.

ARTICLES OF DISSOLUTION BY WRITTEN CONSENT OF
ALL THE SHAREHOLDERS PURSUANT TO THE PROVISIONS OF
"THE GENERAL AND BUSINESS CORPORATION ACT OF
MISSOURI"

of

ST. LOUIS SMELTING & REFINING COMPANY

TO SECRETARY OF STATE,
Jefferson City, Missouri

The undersigned corporation, for the purpose of dissolving
the corporation, and pursuant to the provisions of "The General and Business
Corporation Act of Missouri", hereby executes following Articles of Dissolution:

ARTICLE 1. The name of the corporation is ST. LOUIS SMELTING
& REFINING COMPANY.

ARTICLE 2. The names and respective addresses, including
street and number, if any of its officers are:

<u>Name</u>	<u>Office</u>	<u>Number</u>	<u>Street</u>	<u>City</u>	<u>State</u>
J. A. Martino	President	111	Broadway	New York	New York
Jean McCallum	1st Vice Pres.	722	Chestnut St.	St. Louis	Missouri
W. V. Burley	2nd Vice Pres.	111	Broadway	New York	New York
C. A. Grisham	Sec'y. & Treas.	722	Chestnut St.	St. Louis	Missouri
J. B. Henrich	Asst. Sec'y.	111	Broadway	New York	New York
E. M. Offenbecher	Asst. Sec'y.	722	Chestnut St.	St. Louis	Missouri

ARTICLE 3. The names and respective addresses, including
street and number, if any, of its directors are:

<u>Name</u>	<u>Number</u>	<u>Street</u>	<u>City</u>	<u>State</u>
J. A. Martino	111	Broadway	New York	New York
Jean McCallum	722	Chestnut St.	St. Louis	Missouri
C. A. Grisham	722	Chestnut St.	St. Louis	Missouri
W. V. Burley	111	Broadway	New York	New York
G. M. Wiles	111	Broadway	New York	New York

ARTICLE 4. A copy of the agreement signed by all the shareholders of record of the corporation consenting to its dissolution, is as follows:

We, the undersigned, being all the shareholders of record of ST. LOUIS SMELTING & REFINING COMPANY, a corporation organized and existing under the laws of the State of Missouri, do agree and do consent that said corporation may be dissolved and its business liquidated.

ATTEST:

J. B. Lennich
(Ass't.) Secretary

FILED

MAR 14 1949

Walter H. Toberman
CORPORATION DEPT. Secretary of State

NATIONAL LEAD COMPANY

By

J. A. Martino
(Vice) President

J. A. Martino
J. A. Martino

Jean McCallum
Jean McCallum

C. A. Grisham
C. A. Grisham

W. V. Burley
W. V. Burley

G. M. Wiles
G. M. Wiles

ARTICLE 5. Said agreement is signed by all shareholders of record of the corporation or signed in their names by their attorneys thereunto duly authorized.

IN WITNESS WHEREOF, the undersigned corporation has caused this statement to be executed in its name by its president (or vice president), and its corporate seal to be thereto affixed, attested by its secretary (or assistant secretary) this 28th day of DECEMBER, 1948.

ATTEST:

J. B. Lennich
(Ass't.) Secretary

ST. LOUIS SMELTING & REFINING COMPANY

By

J. A. Martino
(Vice) President

STATE OF NEW YORK
COUNTY OF NEW YORK

ss.

I, JOHN A. BOWER, a Notary Public do
hereby certify that on the 28th day of DECEMBER, A. D. 1948,
J. A. MARTIND personally appeared before me and being first
duly sworn by me acknowledged that he signed the foregoing document in the
capacity therein set forth and declared the statements therein contained are
true.

IN WITNESS WHEREOF, I have hereto set my hand and seal the
day and year before written.

John A. Bower
Notary Public

JOHN A. BOWER
NOTARY PUBLIC, STATE OF NEW YORK
JULY 10, 1936, N. Y. 211-B-9
JULY 10, 1948, N. Y. 1517, Reg. N. 139, B-9
EXPIRATION DATE: MARCH 30, 1949

STATE OF NEW YORK

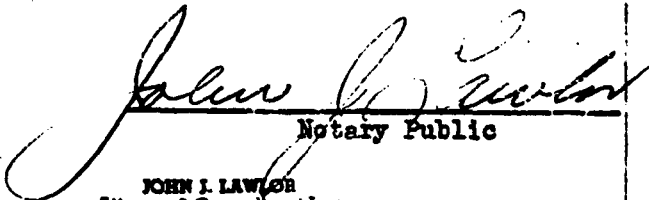
ss.

COUNTY OF NEW YORK

I, **John J. Lawler** a Notary Public, do hereby
certify that on the **22nd** day of **March** A. D. 1949,

J. A. Martine personally appeared before me and being first
duly sworn by me acknowledged that he signed the foregoing document in the
capacity therein set forth and declared that the statements therein contained
are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the
day and year before written.


Notary Public
JOHN J. LAWLER
Attorney & Counsellor at Law
with Powers as a Notary Public
in the State of N. Y.
Residing in Bronx County
Bronx Co. Clk. No. 12, Reg. No. A-299-L-0
Certificates filed in
N. Y. Co. Clk. No. 822, Reg. No. A-804-L-0
Commission expires March 30, 1950

ARTICLES OF DISSOLUTION

of

ST. LOUIS SMELTING & REFINING
COMPANY

FILED

MAR 31 1943

Walter H. Toberman
CORPORATION DEPT. Secretary of State

ARTICLES OF DISSOLUTION BY
WRITTEN CONSENT OF ALL THE SHAREHOLDERS
of
ST. LOUIS SMELTING & REFINING
COMPANY

FILED

MAR 14 1943

Walter H. Toberman
CORPORATION DEPT. Secretary of State

ARTICLES OF LIQUIDATION PURSUANT TO THE PROVISIONS OF
"THE GENERAL AND BUSINESS CORPORATION ACT OF MISSOURI"

of

ST. LOUIS SMELTING & REFINING COMPANY

TO SECRETARY OF STATE,
Jefferson City, Missouri

The undersigned corporation, for the purpose of dissolving, and pursuant to the provisions of "The General and Business Corporation Act of Missouri," relating to the dissolution of said corporation, hereby executes the following articles of liquidation:

Article 1. Name of corporation is ST. LOUIS SMELTING & REFINING COMPANY.

Article 2. On the 14th day of March, A. D. 1949, the corporation filed with the Secretary of State, and on the 16th day of March A. D. 1949, with the Recorder of Deeds of the City in which the registered office of the corporation is situated, Articles of Dissolution.

Article 3. All debts, obligations and liabilities of the corporation have been paid and discharged, or that adequate provision has been made therefor.

Article 4. All the remaining property and assets of the corporation have been distributed among its shareholders, in accordance with their respective rights and interests.

Article 5. There are no suits pending against the corporation in any court, or that adequate provision has been made for the satisfaction of any judgment, order, or decree which may be entered against it in any pending suit.

IN WITNESS WHEREOF, the undersigned corporation has caused these articles to be executed in its name by its president (or vice president), and its corporate seal to be hereto affixed, attested by its secretary (or assistant secretary) this 22nd day of March 1949.

ATTEST:

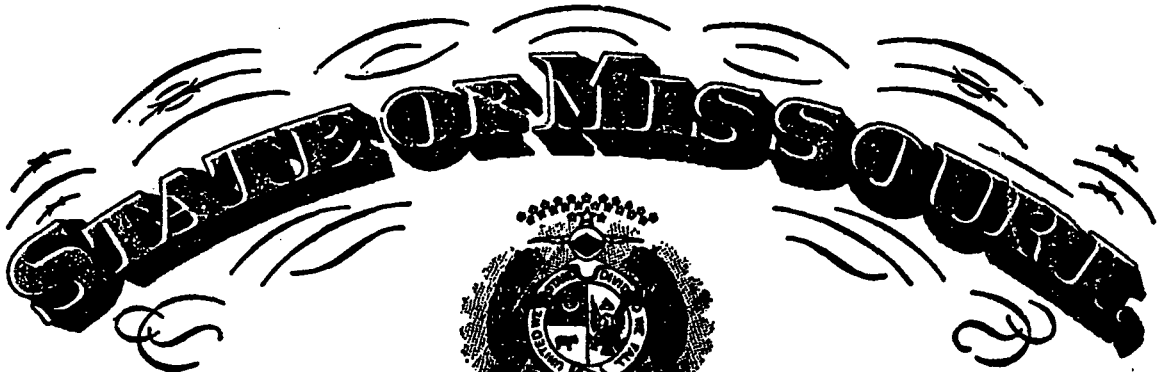
J. B. Hennrich
(Ass't.) Secretary

ST. LOUIS SMELTING & REFINING COMPANY

By

Walter H. Tobler
CORPORATION DEPT.
Secretary of State

Certificate Number 5543



SECRETARY

OF STATE

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

WHEREAS, Articles of Dissolution and Articles of Liquidation duly signed and verified of

ST. LOUIS SMELTING & REFINING COMPANY

has been filed in the Office of the Secretary of State on the 31st day of March A. D. 19 49, as provided by "The General and Business Corporation Act of Missouri."

NOW, THEREFORE, I, WALTER H. TOBERMAN, Secretary of State of the State of Missouri, by virtue of the powers vested in me by law do hereby issue this Certificate of Dissolution.

IN TESTIMONY WHEREOF, I hereto set my hand and cause to be affixed

the Great Seal of the State of Missouri. Done at the City of Jeffer-

son this 31st day of March

A. D. 19 49

Walter H. Toberman

SECRETARY OF STATE

J. Paul Markway

CHIEF CLERK